

IGUATEMI S.A.
CNPJ nº 60.543.816/0001-93
NIRE 35.300.027.248

MATERIAL FACT

Binding Memorandum of Understanding

Sale of Fraction in the Developments Shopping Market Place, Market Place Towers Building, and Galleria Shopping

IGUATEMI S.A. ("Iguatemi" or "Company"), in compliance with Article 157, §4 of Law No. 6.404/76 and in accordance with the provisions of CVM Resolution No. 44, of August 23, 2021, and its subsequent amendments, informs its shareholders and the market in general that it has signed, through its subsidiary IGUATEMI EMPRESA DE SHOPPING CENTERS S.A., on April 14, 2024, a binding memorandum of understanding, which establishes the main bases and conditions for the sale of 49% of the Shopping Market Place, Market Place Towers Building, and Galleria Shopping ("Developments"), as well as the promise of assignment of a 24% fraction in the future multifamily residential development to be built in the Market Place Complex, and 16.7% of the participation in the future commercial development to be built in the Galleria Complex, both expected to be completed in 2029 ("Exchanges").

The total transaction value is R\$ 500 million, corresponding to an average **cap rate of 9.0% based on the net operating income (NOI) forecast for 2025**. The price will be paid as follows: (i) R\$ 290 million on the Closing Date; (ii) R\$ 20 million on December 15, 2025; and (iii) R\$ 190 million to be paid in 3 (three) annual installments, adjusted by the IPCA/IBGE, due on December 15, 2026, December 15, 2027, and December 15, 2028. Depending on market conditions at the time of their maturity, the three annual installments may be settled through shares of the same real estate investment fund that is acquiring the Assets.

Upon completion of the transaction, **Iguatemi will retain 51% ownership and management of the Developments**. This move demonstrates the Company's focus on generating shareholder value through efficient capital allocation, prioritizing assets with greater strategic relevance and growth potential in the markets where it operates.

The completion of the transaction is subject to the fulfillment of the usual precedent conditions for this type of negotiation.

São Paulo, April 14, 2025.

Guido Barbosa de Oliveira
CFO and Investor Relations Officer